

## **EXHIBIT 2**

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION

PEOPLEFLO MANUFACTURING, INC.	)	
	)	
Plaintiff,	)	
	)	
vs.	)	<b>Case No. 20-cv-03642</b>
	)	
SUNDYNE, LLC, ACCUDYNE INDUSTRIES	)	
LLC, DXP ENTERPRISES, INC.,	)	<b>Honorable Manish S. Shah</b>
and PUMPWORKS, LLC,	)	
	)	<b>Magistrate Judge Young B. Kim</b>
Defendants.	)	

**DECLARATION OF WILLIAM BLANKEMEIER**

I, William Blankemeier, being duly sworn, testify and state as follows.

1. I am the President of PeopleFlo Manufacturing, Inc. (“PeopleFlo”), the plaintiff in the above-referenced case.
2. I am over 21 years old and fully competent to make this declaration and to testify to the facts set forth in this declaration. I have personal knowledge of the facts discussed herein.
3. PeopleFlo delivered 148 MCUs to PumpWorks. In its Memorandum (Dkt 471) and exhibits and other materials, PumpWorks has failed to identify the MCUs that it counts as delivered. Based on my review of the materials submitted by PumpWorks, it appears (at the very least) that PumpWorks has omitted or failed to provide credit for various invoices for 12 MCUs manufactured and delivered as listed in lines 91, 97, 110, 123, 136 and 142 of Exhibit 17, which provided \$50,434 in value to PumpWorks. Thus, PumpWorks’ claims should be reduced in this amount (\$50,434).
4. There was no due date for the delivery of MCUs in the Development & Supplement Agreement or otherwise.

5. PumpWorks also reported to me in 2020 that it had over 100 MCUs sitting on its shelves in inventory, and thus, there also was no customer impact relating to the delivery of MCUs.

6. PumpWorks also still has not paid PeopleFlo for numerous invoices including the materials supplied and invoiced in Ex. 10 to the Motion, which total an additional \$69,997.50. Half of these invoices were due and owing (per the invoice and the account statement) in 2019. The remaining half were due and owing (per the invoice and the account statement) in the first half of 2020. Thus, PumpWorks' claims should be reduced in this amount (\$69,997.50) plus any interest assessed considering that these invoices also specified an agreed on due date in 2019 and 2020.

7. Under penalties as provided by law pursuant to the laws of the United States of America, I declare that the foregoing is true and correct.

Executed this 8<sup>th</sup> Day of September 2025

 \_\_\_\_\_ Sept 8<sup>th</sup>, 2025 \_\_\_\_\_  
William Blankemeier